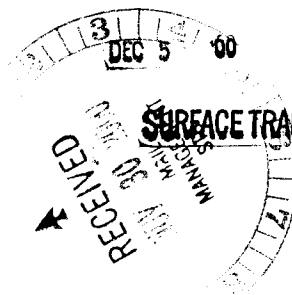




# LEXIS Document Services

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November 29, 2000

Taledia Stokes  
Surface Transportation Board  
Recordation Office  
1925 K Street, N.W., Suite 700  
Washington D.C. 20423



RECORDATION #

23244

FILED

11-27 AM

Dear Taledia,

Enclosed are two (2) originals of the **Memorandum of Railcar Lease** dated as of August 31, 2000 between the following parties:

Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC  
1211 Avenue of the Americas, New York, NY 10036

Lessee: ECDC ENVIRONMENTAL LC  
3110 South 900 West, Salt Lake City, UT 84119

**A short summary of the document to appear in the index follows:**

Memorandum of Railcar Lease between Lessor: THE CIT GROUP/EQUIPMENT FINANCING INC and Lessee: ECDC ENVIRONMENTAL LC covering 56 covered hopper railcars with reporting marks and numbers – AWXX 20108-20191, not inclusive

Please file this memorandum as a primary document and return one (1) stamped original to my attention. A check covering the filing fee of twenty-six dollars (\$26.00) is enclosed.

If you have any questions regarding the filing, please feel free to call me at 800-634-9738 ext. 20254.

Thank you for your prompt assistance.

Sincerely,

Rebecca Heisler  
Administrator

enclosure

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 31 day of August, 2000, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a New York corporation, with an address at 1211 Avenue of the Americas, New York, New York 10036 (the "Lessor"), and ECDC ENVIRONMENTAL, L.C., a Delaware corporation, with an address at 3110 South 900 West Salt Lake City, Utah 84119 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Railroad Equipment Lease and Rider No. 1 thereto (the "Lease"), dated as of August 31, 2000, covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: Janice M. Wickham  
Name: Janice M. Wickham  
Title: Vice President

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ECDC ENVIRONMENTAL, L.C.

By: W. C. Travis  
Name: W. C. TRAVIS  
Title: Vice President

## SCHEDULE A

Item Number	Serial Number	Shop Number	Light Weight	Load Limit	Built Date
1	AWXX 20108	21	62900	223100	08-00
2	AWXX 20119	22	62600	223400	08-00
3	AWXX 20120	25	63200	222800	08-00
4	AWXX 20126	23	62800	223200	08-00
5	AWXX 20136	31	63000	223000	08-00
6	AWXX 20146	65	82900	223100	08-00
7	AWXX 20179 ✓	9	63200	222800	08-00
8	AWXX 20180 ✓	10	63200	222800	08-00
9	AWXX 20182 ✓	79	62900	223100	08-00
10	AWXX 20183 ✓	80	62900	223100	08-00
11	AWXX 20184 ✓	108	63300	222700	08-00
12	AWXX 20185 ✓	106	63000	223000	08-00
13	AWXX 20186 ✓	107	63200	222800	08-00
14	AWXX 20188 ✓	110	62900	223100	08-00
15	AWXX 20190 ✓	12	63000	223000	08-00
16	AWXX 20198 ✓	98	63000	223000	08-00
17	AWXX 20201 ✓	96	63100	222900	08-00
18	AWXX 20205 ✓	116	63200	222800	08-00
19	AWXX 20206 ✓	129	63000	223000	08-00
20	AWXX 20207 ✓	127	63300	222700	08-00
21	AWXX 20208 ✓	128	63100	222900	08-00

ONLY ITEMS 7 through 21 ARE SUBJECT TO THE LEASE.

## SCHEDULE A

Item Number	Serial Number	Shop Number	Light Weight	Load Limit	Built Date
1	AWXX 20164	086	63200	222800	08-00
2	AWXX 20199 ✓	24	62900	223100	08-00
3	AWXX 20200 ✓	95	62900	223100	08-00
4	AWXX 20209 ✓	125	63400	222600	08-00
5	AWXX 20210 ✓	126	63300	222700	08-00
6	AWXX 20212 ✓	124	63400	222600	08-00
7	AWXX 20213 ✓	130	63200	222800	08-00
8	AWXX 20214 ✓	131	63000	223000	08-00
9	AWXX 20215 ✓	132	62900	223100	08-00

ONLY ITEMS 2 through 9 ARE SUBJECT TO THE LEASE.

## SCHEDULE A

Item Number	Serial Number	Shop Number	Light Weight	Load Limit	Built Date
1	AWXX 20147	62	63100	222900	08-00
2	AWXX 20148	66	62800	223200	08-00
3	AWXX 20158	82	63000	223000	08-00
4	AWXX 20159	53	63000	223000	08-00
5	AWXX 20166	89	63000	223000	08-00
6	AWXX 20168	87	62800	223200	08-00
7	AWXX 20169	88	63100	222900	08-00
8	AWXX 20170	91	62900	223100	08-00
9	AWXX 20171	94	63100	222900	08-00
10	AWXX 20172✓	92	63000	223000	08-00
11	AWXX 20173✓	93	62900	223100	08-00
12	AWXX 20174✓	72	63200	222800	08-00
13	AWXX 20175✓	73	63000	223000	08-00
14	AWXX 20176✓	70	62900	223100	08-00
15	AWXX 20189✓	104	63100	222900	08-00
16	AWXX 20192✓	103	63000	223000	08-00
17	AWXX 20194✓	99	63200	222800	08-00
18	AWXX 20202✓	111	62900	223100	08-00
19	AWXX 20204✓	115	63200	222800	08-00

ONLY ITEMS 10 through 19 ARE SUBJECT TO THE LEASE.

## SCHEDULE A

Item Number	Serial Number	Shop Number	Light Weight	Load Limit	Built Date
1	AWXX 20135	7	63000	223000	08-00
2	AWXX 20156	76	63100	222900	08-00
3	AWXX 20177 ✓	71	62900	223100	08-00
4	AWXX 20178 ✓	58	62900	223100	08-00
5	AWXX 20181 ✓	78	63100	222900	08-00
6	AWXX 20187 ✓	109	63000	223000	08-00
7	AWXX 20191 ✓	105	63000	223000	08-00

ONLY ITEMS 3 through 7 ARE SUBJECT TO THE LEASE.